

**Title 11—DEPARTMENT OF PUBLIC SAFETY  
Division 45—Missouri Gaming Commission  
Chapter 10—Licensee’s Responsibilities**

**PROPOSED AMENDMENT**

**11 CSR 45-10.040 Prohibition and Reporting of Certain Transactions.** The commission is amending subsection (8)(A), and sections (12), and (13).

*PURPOSE: This amendment updates the definition of “change in control.”*

(8) The following definitions apply to the terms used in 11 CSR 45-10.040:

(A) *[Change]* **Material change in ownership or control:**

1. Any transfer or issuance of ownership interest in a gaming licensee or holding company or other contract or arrangement resulting in a person or group of persons acting in concert, directly or indirectly:

[1.] **A.** Owning, controlling or having power to vote twenty-five percent (25%) or more of the voting ownership interest in the gaming licensee or holding company, if the acquiring person or group of persons did not previously hold twenty-five percent (25%) or more of the voting ownership interest of the gaming licensee or the holding company prior to the change in control; or

[2.] **B.** Controlling in any manner the election of a majority of the directors or managers of a gaming licensee or holding company, if the controlling person or group of persons did not previously exercise such control;

2. **Any sale, transfer or lease by a licensee of all or any portion of the real estate upon which a riverboat gaming operation is conducted or located.**

(12) Upon any voluntary **material** change in **ownership or control**, the license held by the gaming licensee that is the subject of the **material** change in **ownership or control** or that is a direct or indirect subsidiary of the holding company that is the subject of the **material** change in **ownership or control**, shall automatically become null and void and of no legal effect, unless the commission has approved such **material** change in **ownership or control** by vote of the commissioners prior to its consummation. **The commission may grant a petition to approve a material change in ownership or control if the petitioner proves by clear and convincing evidence that—**

(A) **The transfer is in the best interest of the state of Missouri;**

(B) **The transfer is not injurious to the public health, safety, morals, good order or general welfare of the people of the state of Missouri, and that it would not discredit or tend to discredit the gaming industry or the state of Missouri;**

(C) **It would have no negative competitive impact;**

(D) **It would have no potential to affect the licensee’s suitability to hold a gaming license; and**

(E) **It would not result in any significant changes in the financial condition of the licensee.**

(13) Upon an involuntary **material change in ownership or control** (including but not limited to death, appointment of a guardian by a court of competent jurisdiction, or involuntary bankruptcy) the executive director with the concurrence of the chairman may within ten (10) days extend the license held by the gaming licensee that is the subject of the **material change in ownership or control** or that is a direct or indirect subsidiary of the holding company that is the subject of the **material change in ownership or control**, until the next commission meeting, at which time the commission may extend the license until such time as a **material change in ownership or control** is approved. In the event the executive director does not extend the license within ten (10) days of the involuntary **material change in ownership or control**, or the commission does not extend it at their next meeting the license shall become null and void.

*AUTHORITY: sections 313.004, and 313.807, RSMo 2000, and sections 313.800, 313.805, and 313.812, RSMo Supp. [2009] 2013. Emergency rule filed Sept. 1, 1993, effective Sept. 20, 1993, expired Jan. 17, 1994. Emergency rule filed Jan. 5, 1994, effective Jan. 18, 1994, expired Jan. 30, 1994. Original rule filed Sept. 1, 1993, effective Jan. 31, 1994. For intervening history, please consult the **Code of State Regulations**. Amended: Filed Aug. 28, 2014.*

*PUBLIC COST: This proposed amendment will not cost state agencies or political subdivisions more than five hundred dollars (\$500) in the aggregate.*

*PRIVATE COST: This proposed amendment will not cost private entities more than five hundred dollars (\$500) in the aggregate.*

*NOTICE OF PUBLIC HEARING AND NOTICE TO SUBMIT COMMENTS: Anyone may file a statement in support of or in opposition to this proposed amendment with the Missouri Gaming Commission, PO Box 1847, Jefferson City, MO 65102. To be considered, comments must be received within thirty (30) days after publication of this notice in the **Missouri Register**. A public hearing is scheduled for November 5, 2014, at 10:00 a.m. in the Missouri Gaming Commission's Hearing Room, 3417 Knipp Drive, Jefferson City, Missouri.*